STATE OF ILLINOIS SECRETARY OF STATE SECURITIES DEPARTMENT

IN THE MATTER OF: AMERICAN CASH FLOW CORPORATION,

ITS OFFICERS, DIRECTORS,

EMPLOYEES, AGENTS, AFFILIATES,

SUCCESSORS AND ASSIGNS

) File No. 0300685

ORDER TO VACATE

TO THE RESPONDENT: American Cash Flow Corporation

255 South Orange Ave.

Suite 600

Orlando, Florida 32801

WHEREAS, the Illinois Securities Department issued a Summary Order to Cease and Desist (hereinafter, "Summary Order") on this matter dated September 26, 2003;

WHEREAS, the Illinois Securities Department issued a Notice of Hearing on this matter dated October 21, 2003;

WHEREAS, additional facts obtained by the Illinois Securities Department negate the basis for a Summary Order; and

WHEREAS, the Enforcement Division has recommended that the Summary Order be vacated.

NOW THEREFORE IT IS HEREBY ORDERED: That the Summary Order to Cease and Desist entered on September 26, 2003, in this matter is hereby vacated.

Dated this 15 d

day of

2004

JESSE WHITE

Secretary of State State of Illinois

Attorney for the Secretary of State: Johan Schripsema Illinois Securities Department 520 South Second Street, Suite 200 Springfield, Illinois 62701 Telephone: (217) 524-1688